

# Exhibit B

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Attorneys for the Ad Hoc Group  
of Junior Secured Noteholders

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

_____	)	
In re	)	Chapter 11
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Case No. 12-12020 (MG)
	)	
Debtors.	)	(Jointly Administered)
_____	)	

**NOTICE OF DEPOSITION**

**TO:** Residential Capital, LLC (“ResCap”), Residential Funding Company, LLC (“RFC”) and GMAC Mortgage, LLC (“GMAC Mortgage” and collectively, the “Debtors”), c/o Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, New York 10104, Attn: Gary Lee, counsel of record for the Debtors.

**PLEASE TAKE NOTICE** that pursuant to Federal Rules of Civil Procedure 26, 30(b)(6) and 45, made applicable by Federal Rules of Bankruptcy Practice 7026, 7030, 9014 and

9016, the Ad Hoc Group of Junior Secured Noteholders (the “Ad Hoc Group”) will take the deposition upon oral examination of:

- ResCap on June 25, 2013, 2013 at 9:00 a.m. (ET);
- RFC on June 25, 2013 at 10:00 a.m. (ET);
- GMAC Mortgage on June 25, 2013 at 11:00 a.m. (ET);

These depositions will take place at the offices of White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (or such other time and place as may be agreed to by the Ad Hoc Group and the Debtors). The deposition will take place before a court reporter and will be recorded by stenographic means, may be videotaped, and shall continue from day to day until it has been completed.

Pursuant to Federal Rule of Civil Procedure 30(b)(6), ResCap, RFC and GMAC must each designate one or more officers, directors, or managing agents, or other persons to testify on behalf of each of ResCap, RFC, and GMAC with regard to all matters known or reasonably available to them on each of the Rule 30(b)(6) Topics identified in Exhibit A to this Notice.

Dated: June 19, 2013  
New York, New York

By: /s/ J. Christopher Shore  
J. Christopher Shore (JCS – 6031)  
Harrison L. Denman (HD – 1945)

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**EXHIBIT A**

**DEFINITIONS**

The terms and instructions below apply to the attached Deposition Topics:

1. This Notice incorporates by reference the Uniform Definitions in Discovery Requests set forth in Civil Rule 26.3 of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, as incorporated by Rule 7026-1 of the Local Rules.

2. References to the singular shall include the plural and references to the plural shall include the singular; the conjunctive shall include the disjunctive and the disjunctive shall include the conjunctive.

3. “And” and “or” shall be construed either disjunctively or conjunctively as necessary to bring within the scope of the discovery request all responses that might otherwise be construed to be outside of its scope.

4. “Any,” “all” and “each” shall be construed broadly, and shall mean each, any and all as necessary to bring within the scope of the discovery request all responses that otherwise could be construed to be outside of its scope.

5. “Committee” means the creditors listed in Appointment of Official Committee of Unsecured Creditors [Docket No. 102] and counsel and advisors to the Committee, including, but not limited to, Kramer Levin Naftalis & Frankel LLP and Moelis & Company LLC.

6. “Communication” means the transmittal of information of any kind, in any form and by any means. All such communications in writing shall include, without limitation, printed, typed, handwritten or other readable documents, correspondence, memos, reports,

contracts, both initial and subsequent, diaries, logbooks, minutes, notes, studies, surveys and forecasts.

7. “Concerning” means comprising, consisting of, referring to, reflecting, regarding, supporting, evidencing, relating to, prepared in connection with, used in preparation for, or being in any way legally, logically or factually concerned with the matter or Document described, referred to or discussed.

8. “Debtors” shall mean the filing entities listed in Exhibit 1 of Affidavit of James Whitlinger, Chief Financial Officer of Residential Capital, LLC In Support of Chapter 11 Petitions and First Day Pleadings [Docket No. 6], and counsel and advisors to the Debtors, including, but not limited to, Morrison & Foerster, LLP and Centerview Partners LLC.

9. “FGIC” means Financial Guaranty Insurance Company.

10. “FGIC Settlement Motion” means Debtors’ Motion pursuant to Fed. R.Bankr.P.9019 for Approval of the Settlement Agreement among the Debtors, FGIC, the FGIC Trustees and Certain Institutional Investors [Docket No. 3939].

11. “Settlement Agreement” means the Settlement Agreement entered into as of May 23, 2013, by and among Residential Capital, LLC and its direct and indirect subsidiaries, FGIC Trustees and the Institutional Investors.

**RULE 30(b)(6) TOPICS**

1. The FGIC Settlement Motion.
2. Any materials or analysis concerning substantive consolidation in these cases reviewed or prepared in connection with the Settlement Agreement and/or the FGIC Settlement Motion.
3. Any materials or analysis concerning the claim that ResCap is derivatively liable for the debts of its subsidiaries reviewed or prepared in connection with the Settlement Agreement and/or the FGIC Settlement Motion.